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## Bylaws of the Council on East Asian Libraries Association for Asian Studies, Inc.

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# **Bylaws of the Council on East Asian Libraries Association for Asian Studies, Inc.**

Originally adopted in March 1967  
Revised in March 1980, amended in March 1984, March 1991, October 1993, and July 1996  
Revised in August 2003, October 2008, and December 2010

**(For definitions of amendments and revisions, please see Appendix 1)**

## Table of Contents

Article I. NAME AND STATUS OF ORGANIZATION

Article II. OBJECTIVES

Article III. MEMBERSHIP AND FEES

Article IV. MEETINGS

Article V. THE EXECUTIVE BOARD

A. Functions

B. Membership

C. Voting

D. Responsibilities

1. President

2. Vice-President/President-Elect

3. Immediate Past President

4. Secretary

5. Treasurer

6. Members-at-Large

7. Standing Committee Chairs

E. Terms of Service

Article VI. COMMITTEES, TASK FORCES, AND GROUPS

A. General Rules

B. Standing Committees with Elected Chairs

1. Organization
2. Responsibilities

C. Standing Committees with Appointed Chairs

1. Organization
2. Responsibilities

- a) Library Technology Committee
- b) Membership Committee
- c) Statistics Committee
- d) Publication Committee

- D. Special Committees and Task Forces
- E. Subcommittees and Working Groups

Article VII. ELECTIONS

- A. General Rules
- B. Frequency
- C. Election Committee
- D. Formulating the Ballot
- E. Voting
- F. Tie Provision
- G. Election Results

Article VIII. APPOINTMENTS AND TERMS OF SERVICE

Article IX. VACANCIES

Article X. AFFILIATES

Article XI. BYLAWS ADOPTION, AMENDMENTS, AND REVISIONS

Article XII. GUIDING RULES

APPENDICES

### **Article I. NAME AND STATUS OF ORGANIZATION**

- A. The name of the Organization shall be Council on East Asian Libraries (CEAL), Association for Asian Studies, Inc. (AAS).
- B. As an AAS Committee (not an AAS Affiliate), CEAL must meet the legal, financial, and reporting requirements of AAS.
- C. Per the AAS Guidelines for Affiliates and Committees of the Association for Asian Studies, Inc., CEAL will be covered by AAS Articles of Incorporation, tax exempt status under Section 501(c)(3) and liability insurance of AAS as a Committee.
- D. Per the AAS Board of Directors Ruling of October 1991, CEAL must submit an annual report of its operations to the AAS, a copy of its publications for AAS archives, and such other special reports as may be required. Failure to report two years running automatically disqualifies the group as a Committee. Reinstatement requires reapplication to the Board of Directors.
- E. CEAL must bank through the AAS, and cannot have a separate bank account or independent financial operations.
- F. Proposals to foundations or other sources of funding for the support of Committee operations and programs must be approved by the AAS Board of Directors.

### **Article II. OBJECTIVES**

- A. To serve as a forum for the discussion of East Asian library issues of common concern.
- B. To formulate programs for the development of East Asian library resources, personnel, services, and systematic organization of all types of recorded information and knowledge.
- C. To promote interlibrary and international cooperation in East Asian librarianship.

### **Article III. MEMBERSHIP AND FEES**

- A. A CEAL member is defined as an Association of Asian Studies member who pays CEAL membership dues.
- B. CEAL membership dues shall be determined by the CEAL Executive Board, henceforth referred to in this document as the Board.
- C. Current membership is required to vote on CEAL matters, stand for election, and serve on CEAL committees.
- D. Members receive issues of the *Journal of East Asian Libraries* (JEAL) corresponding to the membership period.
- E. Non-CEAL members and organizations may subscribe to JEAL by paying subscription fees determined by the Board.
- F. All non-librarian AAS members are welcome to participate in CEAL activities, except for service in certain offices and committees determined by the Board to be best served by those knowledgeable and experienced in the profession.

- G. "Librarian" is herein defined as one who works in and/or manages a library, and is not narrowly defined as only someone with a library and/or information studies degree.

#### **Article IV. MEETINGS**

- A. General meetings. CEAL shall meet once a year during the annual meeting of the AAS. This meeting shall consist of business meetings as well as programs on East Asian librarianship.
- B. Special meetings may be called at other times by the Executive Board, upon written request of a quorum of ten percent of current CEAL members. At least one month's notice shall be given prior to special meetings, and only the business specified in the call shall be transacted.
- C. Board meetings shall be held during the CEAL Annual Meeting and at other times as requested by the President.
- D. Fifty current CEAL members shall constitute a quorum for the business portion of a CEAL annual meeting. A quorum for the specified business in a special meeting shall be two-thirds of the number of members asking the Executive Board to call the meeting.

#### **Article V. THE EXECUTIVE BOARD**

CEAL shall be governed by a group of representatives called the Executive Board.

##### **A. Functions**

1. To oversee and coordinate CEAL's activities.
2. To set and implement policies to achieve CEAL's objectives.

##### **B. Membership**

The Board shall consist of the following groups of elected or appointed representatives.

1. Officers: President, Vice-President/President-Elect, immediate Past President, Secretary, and Treasurer.
2. Elected Chairs of Standing Committees lead the "subject-oriented" committees that focus on East Asian library resources, services, and systematic organization of all types of recorded information and knowledge.
3. Appointed Chairs of Standing Committees lead the committees that perform assigned duties related to the operation of CEAL.
4. Members-at-Large directly represent the membership.

##### **C. Voting**

1. All members of the Executive Board shall have voting rights on issues that are brought before the Board, with the exception provided by Article V.D.6.b.
2. A majority of the voting members of the Board shall constitute a quorum; a majority

- of affirmative votes cast shall pass a motion.
3. Board members may not vote on matters that may present any conflict of interest.
  4. The President may authorize votes between Board meetings.

## **D. Responsibilities**

### **1. President**

- a) As the presiding officer of the Council and Chair of the Executive Board, the President shall exercise the duties and responsibilities commonly associated with the office.
- b) Per Article I- D, the President shall submit annual reports on CEAL's operation and other appropriate reports to AAS.
- c) The President shall serve as an ex-officio member of all standing committees and the Election Committee.

### **2. Vice-President/President-Elect**

- a) As the Vice Chair of the Executive Board, the Vice-President/President-Elect shall assist the President and carry out responsibilities associated with the office and other duties as assigned by the President or the Board.
- b) The Vice-President shall serve as an Ex-officio member of the Election Committee.

### **3. Immediate Past President**

- a) The Immediate Past President shall assist the President and advise the members of the Board.

### **4. Secretary**

- a) The Secretary shall record and distribute minutes of the Board meetings, business meetings, annual Plenary Sessions, and any other meetings at the request of the President or the Board.
- b) The Secretary, in cooperation with the President and Chairs of Standing Committees, shall archive CEAL reports and other documents as appropriate. The Secretary shall also archive the tally of votes for each elected position for three years.
- c) The Secretary shall assist the chair of the Election Committee in the conducting of CEAL's annual elections. The Secretary, in consultation with the President and the Board, shall conduct other voting matters requiring balloting.
- d) The Secretary shall perform other duties assigned by the President or the Board.

## **5. Treasurer**

- a) The Treasurer, in consultation with the President and the Board, shall manage CEAL's income and expenses, and keep financial records.
- b) The Treasurer, in consultation with the President and the Board and working closely with the AAS Comptroller, shall insure full compliance with AAS regulations on CEAL financial matters.
- c) The Treasurer shall submit annual financial reports to the Board at Annual Meetings and at other times at the request of the President and the Board.

## **6. Members-at-Large**

- a) There shall be six elected Members-at-Large. At least three of the six shall be librarians, each representing China, Japan, or Korea as his/her main area of focus respectively.
- b) One AAS faculty, who is neither an East Asian Librarian nor a member of CEAL, may be appointed, as the only non-voting member.
- c) Members-at-Large shall form the Editorial Board of JEAL and assist the Chair of the Publication Committee/JEAL Editor.
- d) Members-at-Large shall perform other duties assigned by the President or the Board.

## **7. Standing Committee Chairs**

- a) At the beginning of his/her term, each Standing Committee Chair, both elected and appointed, shall submit to the Board for its approval the Committee's proposed membership, a statement of goals, and work plans for his/her term.
- b) Standing Committee Chairs shall provide leadership in their respective committees.
- c) Standing Committee Chairs shall advise and lead the members of the Board in their respective areas of committee responsibilities or expertise.
- d) Standing Committee Chairs shall submit annual and summary reports at a time specified by the President or the Board.

## **E. Terms of Service**

1. Terms of Board members shall begin at the second Executive Board meeting during the annual meeting of the year of his/her election.
2. The President and the Vice-President/President-Elect shall serve for two years, respectively.
3. The Immediate Past President shall serve for one year, in the first year of the

President.

4. The Secretary, the Treasurer, and Standing Committee Chairs shall serve for three years, respectively.
5. Members-at-Large shall serve for three years on a staggered schedule to ensure continuous rotation of members each year.
6. Elected Board members may not serve consecutive terms in the same position. They may be reelected to the same position after at least one term out of office. They may, however, remain on the Board if elected to a different Board position.
7. Appointed chairs of standing committees shall serve for three-year terms which run concurrently with those of elected standing committee chairs, with no limit to the number of consecutive terms that may be served.

## **Article VI. COMMITTEES, TASK FORCES, AND GROUPS**

The Board may establish Standing Committees, Special Committees, Task Forces, and other groups as appropriate to achieve CEAL's objectives.

### **A. General Rules**

1. The Chair of any Standing Committee, Special Committee or Task Force may appoint, with the approval of the Board, two to eight current CEAL members to serve for a single term not to exceed three years. In order to ensure a broad and balanced representation, members shall be selected in consideration of geographical location, specialty/research interests, size of East Asian collections, and length of membership in CEAL.
2. One non-CEAL member may serve as advisor, whose professional knowledge and expertise is judged to be essential to the Committee or Task Force.
3. Members of Standing Committees, Special Committees or Task Forces may serve consecutive terms on the same Committee or Task Force, if appointed again by the new Chair.
4. No limit shall be placed on the number of Committees and Task Forces in which a CEAL member may serve.
5. The CEAL President shall serve as an ex-officio member of all CEAL Standing Committees, Special Committees, and Task Forces.
6. The Chairs of all Special Committees and Task Forces shall submit a report upon completion of their terms. In addition, the President may require progress reports at appropriate intervals and schedules.

### **B. Standing Committees with Elected Chairs**

1. **Organization**

- a) There shall be three “area” committees, each focusing on the three major geographical/linguistic areas of East Asia: Committee on Chinese Materials, Committee on Japanese Materials, and Committee on Korean Materials.
- b) Other standing committees include, but are not limited to: Committee on Technical Processing and Committee on Public Services.

## **2. Responsibilities**

- a) To provide leadership in their respective subjects.
- b) To investigate best practices.
- c) To create and share new information resources.
- d) To lead East Asian librarianship development.
- e) To educate members and the public in their respective subjects.
- f) To promote interlibrary and international cooperation.
- g) To formulate programs for annual meetings.

## **C. Standing Committees with Appointed Chairs**

### **1. Organization**

The following committees shall be led by Appointed Chairs: Library Technology Committee, Membership Committee, Statistics Committee, and Publication Committee. Additional committees may be created as necessary.

### **2. Responsibilities**

Standing Committees with appointed chairs shall perform, with guidance from the President and the Board, such duties as are necessary to fulfill the mission of the organization. Specific duties outlined below may change over time in accordance with the needs of the organization.

- a) **Library Technology Committee**
  - (1) To manage and develop the CEAL server and coordinate website publishing.
  - (2) To coordinate technological support for annual meetings and other occasions as necessary.
- b) **Membership Committee**
  - (1) To create, maintain, and disseminate membership records in cooperation with the Treasurer.
  - (2) To expand membership via active recruitment activities.
  - (3) To keep the CEAL directory up-to-date.
  - (4) To develop and promote mentoring programs.

c) **Statistics Committee**

- (1) To create, maintain, and disseminate statistical data on collections and services of CEAL member libraries.
- (2) To promote the collection and usage of statistical data among member libraries.

d) **Publication Committee**

- (1) Under the direction of the JEAL Editor, to publish issues of the *Journal of East Asian Libraries*.
- (2) To assist in the publication of other CEAL-related publications as directed by the Board.

**D. Special Committees and Task Forces**

1. The President may establish and/or abolish, with the approval of the Board, Special Committees or Task Forces for temporary assignments relating to the work of CEAL as a whole.
2. The President shall appoint, with the approval of the Board, chairs of Special Committees and Task Forces and give them their charges and the term of service in writing.
3. The President may extend or shorten, with the approval of the Board, the life of Special Committees or Task Forces as appropriate.

**E. Subcommittees and Working Groups**

1. Standing Committee Chairs may establish and/or abolish, with the approval of the Board, Subcommittees, and/or Working Groups for temporary assignments relating to the specific work of their committees.
2. The sponsoring Standing Committee Chair shall appoint, with the approval of the President, the Chair of the Subcommittee or Working Group, and give its charge and the term of service in writing.
3. The Chair of the Subcommittee or Working Group shall be a liaison to the sponsoring Standing Committee, if he/she is not already a member of it.
4. The life of committee-affiliated Subcommittees and Working Groups shall be limited to two years. The sponsoring Standing Committee Chair may extend or shorten, with the approval of the Board, the life of Subcommittees or Task Forces, as appropriate.

## **Article VII. ELECTIONS**

### **A. General Rules**

1. The annual election process shall commence at least 100 days before the Annual Meeting.
2. The following positions shall be elected by current CEAL members: Vice President/President Elect, Secretary, Treasurer, Members-at-Large, Chair of the Committee on Technical Processing, Chair of the Committee on Public Service, Chair of the Committee on Chinese Materials, Chair of the Committee on Japanese Materials, and Chair of the Committee on Korean Materials, and any other committees that may be created in this category in the future.
3. The President may authorize special elections between annual meetings as appropriate.

### **B. Frequency**

1. Vice-President/President-Elect shall be elected every two years.
2. Secretary, Treasurer, and Standing Committee Chairs shall be elected every three years.
3. Election of the Standing Committee Chairs shall take place simultaneously in one year.
4. Election of the Secretary and Treasurer shall take place simultaneously in a year not coinciding with the election of the standing committee chairs.
5. One or more Members-at-Large shall be elected every year to fill vacancies created in that year.

### **C. Election Committee**

1. The President shall appoint an Election Committee with at least three members from among the Board members, ensuring all three geographic/linguistic "areas" are represented.
2. The President shall appoint, with the approval of the Board, the Chair of the Election Committee from among Board members. If the Chair does not complete her/his term, the President shall appoint, with the approval of the Board, a new Chair from among Board members to complete the remainder of the term.
3. The President, Vice-President/President-Elect, and the Secretary shall serve as ex-officio members of the Election Committee.
4. The Chair of Election Committee, in consultation with the President, the Vice President/President-Elect, and the Secretary, shall assume the overall responsibility of the elections, unless otherwise arranged by the Board.
5. The Election Committee shall serve for the duration of the election and its chair shall not be eligible for immediate reappointment.
6. The Election Committee members may not be candidates for positions in that election.

#### **D. Formulating the Ballot**

1. At least 90 days before the Annual Meeting, the President shall provide to the Election Committee an explicit list of vacancies, including any applicable areas of focus associated with Members-at-Large.
2. The Election Committee shall invite nominations from the general membership, including self-nominations.
3. The Election Committee shall prepare a list of nominees to include one or more persons for each position, giving due consideration to the geographical areas, specialties/research interests, and sizes of East Asian language holdings in order to insure a broad and balanced representation of CEAL membership.
4. The Election Committee shall ascertain that each nominee:
  - a) is a current CEAL member
  - b) has submitted written permission to stand in the election
  - c) has submitted a short statement on his/her background and reasons for candidacy.
5. After the nomination deadline, additional nominations may be made by petitions signed by at least ten members. Nominations-by-petition should be filed with the Election Committee at least 50 days before the Annual Meeting.
6. The Election Committee shall send the official list of nominees and their statements to the Secretary at least 45 days before the Annual Meeting.

#### **E. Voting**

1. The Secretary, in consultation with the Treasurer and the Chair of the Membership Committee, shall prepare and distribute the ballot to all current CEAL members at least 30 days before the Annual Meeting.
2. The balloting process should be designed to ensure anonymous voting.

#### **F. Tie Provision**

1. To break a tie, Board members present at the first Board meeting of the Annual Meeting shall cast a secret ballot prepared by the Secretary.
2. If this secret ballot also results in a tie, a special tie-breaking election shall be conducted by secret ballot in the Business portion of the Annual Meeting by the Election Committee.

#### **G. Election Results**

The President shall announce the election results at the Plenary Session during the Annual Meeting, on the CEAL discussion list (Eastlib), and/or other venues utilized by the organization to distribute information.

### **Article VIII. APPOINTMENTS AND TERMS OF SERVICE**

- A. The President shall nominate, for the approval of the Board, the Chairs of appointed committees 60 days before the Annual Meeting in the last year of their terms, respectively.
- B. Appointed chairs of Standing Committees may serve, with the approval of the Board, multiple, consecutive three-year terms.

### **Article IX. VACANCIES**

- A. In the event of the absence, death, resignation, or incapacity of the President, the Vice-President/President-Elect shall assume the duties of the President, holding the title of Acting President. In such cases the Vice-President/President-Elect shall still succeed to the office of the President in the following term.
- B. Vacancies in the office of Vice-President/President-Elect, Secretary, Treasurer, or Member-at-Large shall be promptly filled for the remainder of the term by the person who received the next highest number of votes for the respective position in the prior election.
- C. If any of these positions had only one candidate in the prior election, the President shall promptly appoint, with the approval of the Board, a temporary replacement from the Board. If the remaining term is one year or less, the temporary appointment shall complete the term until the next election. If the remaining term is more than a year, the President shall authorize a special election to take place immediately. The Special Election shall follow the regular election procedures, with the exception of the schedule.
- D. The Board member who thus fills a vacancy shall be eligible for nomination for any open position in the next regular election, within the limits of the Bylaws, including the one that he/she fills temporarily.
- E. A vacancy in the office of Immediate Past President may be filled on a voluntary basis by the person who had last held that office; otherwise it shall remain vacant until the President assumes that role.
- F. If the Chairperson of an Elected Standing Committee is unable to complete his/her term of office, current members of that committee shall promptly nominate, for the approval of the President, one of their members to complete the remainder of the term.
- G. If the Chair of an Appointed Standing Committee is unable to complete his/her term of office, the President shall promptly nominate, for the approval of the Board, a new Chair to complete the remainder of the term.

### **Article X. AFFILIATES**

- A. Organizations sharing CEAL's objectives may be affiliated with the Council or its

- committee(s), subject to the approval of the Board.
- B. Affiliation shall be for three years, subject to renewal with the approval of the Board.
- C. Application for affiliation or renewal shall be submitted to the President with a statement of purpose, rationale, and other relevant information about the organization.
- D. The President shall notify the applicants of the Board's decision within 60 days of the receipt of the application.
- E. Affiliates may be eligible to receive CEAL's services and assistance as approved by the Executive Board. Affiliates are not covered by any terms of the Association for Asian Studies pertaining to CEAL.
- F. CEAL Affiliates shall submit annual reports within 60 days after Annual Meetings to the President, and other times at the request of the President or the Board.

#### **Article XI. BYLAWS ADOPTION, AMENDMENTS, AND REVISIONS**

- A. Amendments and Revisions to the Bylaws may be proposed by:
  - 1. The Board, or
  - 2. A petition signed by ten percent of current CEAL membership
- B. 

Approval and Notice of Amendments and Revisions

  - 1. Amendments to the CEAL Bylaws shall be submitted to a vote by all current members, and shall be approved with a simple majority of affirmative votes cast.
  - 2. Revisions to the CEAL Bylaws shall be submitted to a vote by all current members, and shall be approved with a two-thirds majority of affirmative votes cast.
  - 3. The approved changes shall be effective immediately unless the Revisions and the Amendments provide themselves otherwise.
  - 4. A summary of the Amendments or Revisions along with the full text of the Bylaws as amended or revised shall be published on the CEAL Website, in JEAL, and other appropriate communication venues.

#### **Article XII. GUIDING RULES**

The latest edition of parliamentary authority designated by the Association for Asian Studies, Inc. shall govern CEAL in all applicable cases. If it is inconsistent with the Bylaws of CEAL or the Constitution and Bylaws of AAS, however, the CEAL and AAS rules shall take precedence

## APPENDICES

### **Appendix 1: Terminology: “Amendment” and “Revision”**

#### Amendment

1. A formal revision or addition proposed or made to a statute, constitution, pleading, order, or other instrument; specif., a change made by addition, deletion, or correction; esp., an alteration in wording.

2. The process of making such a revision. 3. *Parliamentary law*. A motion that changes another motion’s wording by striking out text, inserting or adding text, or substituting text.

#### Revision

1. A reexamination or careful review for correction or improvement.

2. *Parliamentary law*. A general and thorough rewriting of a governing document, in which the entire document is open to amendment.

**Source:** *Black’s Law Dictionary. Abridged Eighth Edition. Thomson/West, c2005.*